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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:	Bankruptcy Case No. 19-23840
NOAH CORPORATION, ¹ a Utah corporation,	Chapter 11
Debtor and Debtor in Possession.	Honorable R. Kimball Mosier
Tax ID Number: 02-0706434	

**DECLARATION OF WILLIAM J. BOWSER IN SUPPORT OF DEBTOR'S MOTION
FOR ORDER PURSUANT TO 11 U.S.C. § 366 (I) PROHIBITING UTILITIES
FROM ALTERING, REFUSING, OR DISCOUNTING SERVICES TO, OR
DISCRIMINATING AGAINST, THE DEBTOR; (II) PROVIDING THAT A SINGLE
DEPOSIT FOR ALL THE DEBTOR'S UTILITIES SHALL CONSTITUTE
"ADEQUATE ASSURANCE OF FUTURE PAYMENT"; AND (III) ESTABLISHING
PROCEDURES FOR DETERMINING REQUESTS FOR ADDITIONAL ASSURANCES**

¹ The following limited liability companies were formerly subsidiaries of Noah Corporation but have been merged into Noah Corporation: Noah Operations Albuquerque NM, LLC; Noah Operations Auburn Hills MI, LLC; Noah Operations Bedford NH, LLC; Noah Operations Blue Ash OH, LLC; Noah Operations Charlotte NC, LLC; Noah Operations Chesapeake VA, LLC; Noah Operations Cranberry PA, LLC; Noah Operations Des Moines IA, LLC; Noah Operations Dickinson TX, LLC; Noah Operations Fairview TX, LLC; Noah Operations Fossil Creek TX, LLC; Noah Operations Greenville SC, LLC; Noah Operations High Point NC, LLC; Noah Operations Hoover AL, LLC; Noah Operations Irving TX, LLC; Noah Operations Katy TX, LLC; Noah Operations Kingston TN, LLC; Noah Operations Lake Mary FL, LLC; Noah Operations Lincolnshire IL, LLC; Noah Operations Little Rock AR, LLC; Noah Operations Louisville KY, LLC; Noah Operations Madison WI, LLC; Noah Operations Memphis TN, LLC; Noah Operations Mentor OH, LLC; Noah Operations Morrisville NC, LLC; Noah Operations Naperville IL, LLC; Noah Operations New Albany OH, LLC; Noah Operations Oklahoma City OK, LLC; Noah Operations Omaha NE, LLC; Noah Operations Overland Park KS, LLC; Noah Operations Plano TX, LLC; Noah Operations San Antonio TX, LLC; Noah Operations South Jordan UT, LLC; Noah Operations Southpointe PA, LLC; Noah Operations Tulsa OK, LLC; Noah Operations Utah Valley UT, LLC; Noah Operations Westminster CO, LLC; and Noah Operations Wichita KS, LLC.

I, William J. Bowser, hereby declare as follows:

1. I am the President of Noah Corporation (the “Debtor,” the “Company,” or “Noah’s”). I am responsible for and familiar with the day-to-day operations, business, and financial affairs of the Company. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge or my review of relevant documents. If called upon to testify, I would testify competently to the facts set forth in this Declaration.

2. The Company commenced a case under chapter 11 of the United States Bankruptcy Code (the “Bankruptcy Code”) on May 28, 2019 (the “Petition Date”).

3. In connection with their ongoing business operations, the Debtor currently obtain electricity, natural gas, water, telephone, internet, and other similar services (“Utility Services”) from approximately over 100 companies (the “Utilities”) in 25 different states. If Utility Services to the Debtor were disrupted, even for a brief period, the Debtor could not operate, and the effect the Debtor’s rental business would be devastating and jeopardize the Debtor’s ability to reorganize and to maximize value for their creditors and equity security holders.

4. Attached to the Utilities motion as Exhibit A is a list of all, or substantially all, of the Utilities that the Debtor has identified that are currently providing Utility Services to the Debtor. Pursuant to this Motion, the Debtor is seeking relief as to all Utilities, and not just those identified in Exhibit A. To the extent necessary, the Debtor will supplement the list of Utilities to add Utilities not included on Exhibit A as soon such Utilities are identified, by: (i) serving notice and a copy of the order granting this Motion on the Utility; and (ii) filing a supplement to Exhibit A with the Court.

5. Prior to the commencement of these chapter 11 cases, the Debtor generally paid all of their utility bills in a regular manner. The Debtor's monthly utility bills average approximately \$91,634.37 (the "Monthly Average").

6. The Debtor will comply with Bankruptcy Code section 366 and will provide the Utilities with adequate assurance of payment as required. The Debtor proposes to establish a segregated account into which the Debtor will deposit funds equaling one month's average payments to all of the Utilities, which will serve as security for the Utilities during the pendency of these cases

7. The assurance proposed by the Debtor to escrow funds is substantial and represents a significant amount of the cash during a difficult point in this bankruptcy case.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States that the foregoing statements are true and correct.

DATED this 4 day of June, 2019.



William J. Bowser